

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE VEECO INSTRUMENTS INC.
SECURITIES LITIGATION
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No. 7:05-MD-01695-CM-GAY

THIS DOCUMENT RELATES TO:
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EDWARD J. HUNEKE, derivatively on behalf
of VEECO INSTRUMENTS, INC.,

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.
----- X

No. 7:05-CV-10224-CM

AUGUST SCHUPP, III, derivatively on behalf
of VEECO INSTRUMENTS, INC.,

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.
----- X

No. 7:05-CV-10225-CM

DAVID ALTMAN, derivatively on behalf
of VEECO INSTRUMENTS, INC.,

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.
----- X

No. 7:05-CV-10226-CM

**DECLARATION OF J. ROSS WALLIN AFFIRMING COMPLIANCE
WITH NOTICE PROVISIONS IN THE ORDER PRELIMINARILY
APPROVING DERIVATIVE ACTION SETTLEMENT**

J. ROSS WALLIN declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the following is true and correct:

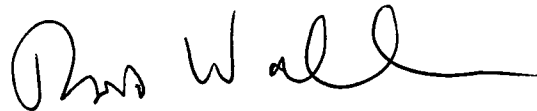
1. I am a lawyer with the law firm of Gibson, Dunn & Crutcher LLP, counsel to Defendants in this action.

2. I submit this Declaration pursuant to paragraph 6(c) of the Court's January 24, 2008 Order Preliminarily Approving Derivative Action Settlement and the Court's February 1, 2008 Order (together, the "Preliminary Order").

3. The Preliminary Order directed Veeco Instruments Inc. ("Veeco") to file a report on SEC Form 8-K attaching a Notice to Current Shareholders of Veeco Instruments Inc. Regarding Proposed Settlement of Derivative Litigation, Application by Plaintiffs for Award of Attorneys' Fees, Costs and Expenses and Hearing Thereon (the "Notice") and attach a link to the Notice on its corporate website on or before January 31, 2008.

4. On January 31, 2008, Veeco filed a report on SEC Form 8-K attaching the Notice. A true and correct copy of the report on Form 8-K and Notice is attached as Exhibit A. That same day, Veeco provided a link on its corporate website to the SEC Form 8-K and attached Notice.

Executed on March 26, 2008

A handwritten signature in black ink, appearing to read "J. Ross Wallin", written over a horizontal line.

J. Ross Wallin